



Puget Sound Public Radio
 EXECUTIVE Committee Meeting
 Thursday, April 22, 2021
 4:30 PM – 6:00 PM

Please register in advance for this meeting using link below:

<https://washington.zoom.us/meeting/register/tJApd-6rrzgsGtRQxXpB0xd9t6hAzllbVjQG>

After registering, you will receive a confirmation email containing information about joining the meeting.

Meeting Objectives

- Get current on committee work
- Understanding the Financial State of KUOW
- Advance Annual Board Retreat, Board Recruitment, CEO Annual Review and Correct Committee Membership
- Set the Agenda for Full Board Meeting on April 29th, 2021

Specific Questions We Will Address

- *What is the optimal approach to board recruitment?*
- *Are we planning the 2021 Board Retreat with the outcome most important for KUOW?*
- *Is there anything we are missing with financial governance?*
- *What are we willing to invest in ahead of the curve?*

AGENDA

4:30 -4:35 PM	<ol style="list-style-type: none"> 1. Welcome, Check-In and Call to Order 2. Meeting Objectives 3. Invitation to Disclose Possible Conflicts of Interests 4. Invitation for Additional Topics ACTION 5. Approval of the February 11, 2021 – EXEC Meeting Minutes 	Exhibit 1	Heidi de Laubenfels
4:35-4:45 PM	<ol style="list-style-type: none"> 6. EXEC Committee Business <ul style="list-style-type: none"> ➤ April 29 Board Meeting Agenda ➤ Update on CEO Annual Evaluation (End April 2021) ➤ Use of SharePoint ➤ Other Business 	Exhibit 2	Heidi de Laubenfels Christopher Jay & Andy McGovern Heidi De Laubenfels
4:45 - 5:50PM	<ol style="list-style-type: none"> 7. Committee Updates 		
(10 min)	<ol style="list-style-type: none"> A. Development Committee Update (4:45– 4:55) <ul style="list-style-type: none"> ➤ UW Foundation Update (?) ➤ Development Campaigns ➤ Board Development Tool Kits 	Exhibit 3a Exhibit 3b	Filiz Efe McKinney
(20 min)	<ol style="list-style-type: none"> B. Finance Committee & FISC Update (4:55 – 5:15) <ul style="list-style-type: none"> ➤ Financial Deep Dive ➤ FY 2021 YTD Financials <ul style="list-style-type: none"> • Cash Flow Navigation • Dashboard Report ➤ Form 990 ➤ PPP Loan Update ➤ FISC Investment Update 	Exhibit 4a Exhibit 4b Exhibit 4c Exhibit 4d Exhibit 4e Exhibit 4f	Jon Schorr Caryn Mathes Jon Schorr Janice McKenna Christopher Jay

An Executive Session can be called at any time during the meeting based on the following criteria: To consider matters relating to individual employees, proprietary information, litigation, and other matters requiring the confidential advice of counsel, commercial or financial information obtained from a person on a privileged or confidential basis, or the purchase of property or services whenever the premature exposure of such purchase would compromise the business interests of any such organizations.



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(10 min)	C. Strategic Planning Committee Update (5:15-5:25) ➤ SIF Update	Exhibit 5a Exhibit 5b	Andy McGovern Caryn Mathes
(25 min) ACTION	D. Governance Committee Update (5:25-5:50) ➤ Resolution Approving Interim Treasurer, Finance Chair, & Committee Assignment ➤ Annual Board Retreat <ul style="list-style-type: none"> • Purpose • Agenda ➤ Board Surveys <ul style="list-style-type: none"> • Biennial Board Assessment Survey (June 2021) • Board Profile Update (September 2021) ➤ Governance Recruitment Subcommittee Update <ul style="list-style-type: none"> • Update on the Process • Timeline • Current Criteria ➤ Board DEI Training Update	Exhibit 6a Exhibit 6b Exhibit 6c Exhibit 6d Exhibit 6e	David Landau

5:50- 5:55 PM	8. Station Business ➤ Station Operations <ul style="list-style-type: none"> • WFH UW Update • FY22 Budget Update 		Caryn Mathes
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5:55- 6:00 PM	9. Executive Session <i>An Executive Session can be called at any time during the meeting based on the following criteria: To consider matters relating to individual employees, proprietary information, litigation, and other matters requiring the confidential advice of counsel, commercial or financial information obtained from a person on a privileged or confidential basis, or the purchase of property of services whenever the premature exposure of such purchase would compromise the business interests of any such organizations.</i>		Heidi de Laubenfels
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6:00 PM	10. Adjourn		Heidi de Laubenfels
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Next Board Committee Meetings

- May**
 Wednesday, May 19: Development
 Thursday, May 27: JOINT SPC/FIN, 1st Budget Hearing
- June**
 Tuesday, June 1: Governance Committee
 Thursday, June 10: JOINT EXEC/FIN, 2nd Budget Hearing

PSPR Full Board Meetings

- April**
 Thursday, April 29: Board of Directors, 4:30 – 6:30 PM
- May**
 Saturday, May 15th: Annual Board Retreat
- June**
 Thursday, June 24: Board of Directors, 4:30 – 6:30 PM

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APPROVED MEETING MINUTES

KUOW Puget Sound Public Radio

EXECUTIVE COMMITTEE

THURSDAY, APRIL 22, 2021

4:30 PM – 6:00 PM

Upon notice duly given, the **EXECUTIVE COMMITTEE** (the "Committee") of the KUOW, Puget Sound Public Radio (PSPR) meeting was held virtually on April 22, 2021, via Zoom.

PRESENT: Christopher Jay (Vice-Chair), Andy McGovern (Secretary), Jon Schorr (Treasurer), Caryn Mathes (President), Mark Ashida (IPC), David Landau, Filiz Efe McKinney, Irwin Goverman and Randy Hodgins

ABSENT: Heidi de Laubenfels (Chair), Sharon Kioko

ALSO ATTENDING: Janice McKenna, Fieta Robinson, and Ryleigh Brimhall

I. Meeting Called to Order & Announcements

Vice Chair Christopher Jay welcomed the Committee members. The meeting was called to order at 4:32 PM. There were no Conflicts of Interest. Mr. Jay welcomed additional topics to the agenda.

II. Approval of Minutes

Mr. Jay then called for the approval of the Minutes of the February 11, 2020, Executive Committee meeting. Andy Mc Govern moved to approve, Irwin Goverman seconded; the motion was carried, the Committee approved the minutes as presented.

III. Executive Committee

Mr. Jay called for the Approval of the Resolution to Authorize Emergency Security Expenditure. A motion was duly made by Jon Schorr and seconded by Mark Ashida. With no objections, the motion was approved.

Mr. Jay highlighted the current timeline of the CEO/President annual review process and confirmed the topics on the full Board meeting agenda on April 29th.

IV. Committee Business

Development Committee

Ms. McKinney provided a brief update on the opportunities for board engagement, including board tool kits & funding priorities. She, also, welcomed the new Philanthropy Director, Steve Alexander, to the executive committee.

Finance & FISC Update

Mr. Schorr briefly summarized KUOW FY21 financial deep dive presentation. Major gifts had already exceeded their budgeted revenue goal of \$1.65M. Membership raised \$9.3M and is on track to meet our revised goal of \$11.8M by June 30, 2021. Business Support was poised to end the year at about \$4M which would be approximately a 20% decrease from FY21. Peer stations on average are down about 32% so Business Support was doing better than expected.

Ms. Mathes presented the initial projected FY22 budget. She highlighted Q3 dashboard summary. This included Membership was 110% of their monthly goal, Major Gifts was at 145% of their monthly goal, and email subscription was at 119% of their monthly goal.

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Ms. McKenna updated the Committee on Form 990 and the funding of the PPP loan application. Mr. Jay discussed the Q1 Investment Report provided by Bernstein. KUOW outperformed its benchmarks net of fees by a significant margin.

Strategic Planning Committee (SPC)

Ms. Mathes presented on the Strategic Impact Framework (SIF) including the North Star, the six outcomes, strategies that feed into the stated outcomes, and potential metrics to determine efficiency of those strategies.

Governance Committee

Mr. Jay called for the Approval of Resolution of Interim Treasurer, Finance Chair, & Committee Assignments. A motion was duly made by David Landau and seconded by Randy Hodgins. With no objections, the motion was approved to move to the Full Board Meeting.

Mr. Landau provided a brief overview of the board retreat's purpose, the finalization of speakers, and the agenda of the retreat. Mr. Landau summarized on the recruitment plan and the continued narrowing down of the prospect list. He also highlighted the progress for the Biennial Board Assessment and the DEI board training.

V. Station Report

Ms. Mathes updated the committee on UW's current work re-entry plan.

VI. Executive Session

With no further business, Mr. Jay adjourned the meeting and called for an Executive Session at 5:58 PM.

VII. Adjournment

With no further business, Mr. Jay adjourned the Executive Session at 6:03 PM.

Respectfully Submitted by
Christopher Jay, Vice Chair
Fieta Robinson, Board Liaison